

DAVIS NANCY B  
Form 4  
November 06, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAVIS NANCY B

2. Issuer Name and Ticker or Trading Symbol  
S Y BANCORP INC [SYBT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

4700 CROFTON ROAD

11/06/2009

Exec. Vice President, Treasure

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LOUISVILLE, KY 40207

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	11/06/2009		F	2,424 D \$ 22.52	43,458.5802 (2)	D	
Common Stock	11/06/2009		M	5,460 A \$ 10	48,918.5802	D	
Common Stock					5,829	I	By Spouse
Common Stock					10,727.2542 (3)	I	by 401k/ESOP-fbo Nancy Davis

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 10	11/06/2009		M	5,460	07/17/2000 01/07/2010	Common Stock	5,460	
Option (Right to Buy)	\$ 9.8238					06/21/2001 12/21/2010	Common Stock	7,140	
Option (Right to Buy)	\$ 16					06/27/2002 12/27/2011	Common Stock	6,820	
Option (Right to Buy)	\$ 18.619					06/17/2003 12/17/2012	Common Stock	5,250	
Option (Right to Buy)	\$ 20.1714					06/16/2004 12/16/2013	Common Stock	4,720	
Option (Right to Buy)	\$ 22.8095					06/14/2005 12/14/2014	Common Stock	6,300	
Option (Right to Buy)	\$ 24.0667					07/17/2006 01/17/2016	Common Stock	8,400	
Option (Right to Buy)	\$ 26.83					08/20/2007 02/20/2017	Common Stock	5,000	
Stock Appreciation	\$ 23.37					08/19/2008 02/19/2018	Common Stock	3,200	

Right

Stock

Appreciation \$ 22.14

02/17/2010 02/17/2019

Common  
Stock

3,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS NANCY B 4700 CROFTON ROAD LOUISVILLE, KY 40207			Exec. Vice President, Treasure	

## Signatures

//Nancy B.  
Davis 11/06/2009

\*\*Signature of  
Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Exercise of stock option
- (2) Includes 31.8328 shares acquired this year through dividend reinvestment plan
- (3) Includes 987 shares acquired through employer contribution

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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